

# WOOD & LAMPING LLP

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TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014

Invoice 467187

ID: 105119-00003 - HEM

Re:Asset Disposition

For Services Rendered Through June 30, 2014

Current Fees	41,422.00
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Current Disbursements	321.92
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Total Current Charge	41,743.92
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Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lampung LLP

Lofino Properties, LLC  
Re: Asset Disposition  
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			Fees		
Date	Atty	Description	Hours	Rate	Amount
06/02/14	RJP	Telephone conference with Mr. Menninger regarding exhibits to be provided for order approving sale of Southland Property and timing issues regarding closing. (0.2) Return call to Mr. Blomgren regarding exhibits to sale order and preparation of "goodbye letters" to be delivered to tenants upon sale of property. (0.2) Telephone conference with Mr. Gabriel regarding order approving sale and turnover of cash collateral; review e-mails and revised order received from Mr. Gabriel. (0.3) E-mail to Mr. Shapiro regarding form of "goodbye letters." (0.1) E-mail to Mr. Menninger regarding foregoing. (0.1)	0.90	395.00	355.50
06/02/14	HEM	Telephone conf. and corresp. w. Ray Pikna regarding timing and exhibits to be provided for sale order on Southland, as well as turnover issues on cash collateral (.2); and regarding settlement efforts on Panera issue (.1).	0.30	400.00	120.00
06/04/14	RJP	Review e-mail from Mr. Gabriel regarding selling property free and clear of leasehold interest, reply to Mr. Gabriel and e-mail analysis to Mr. Menninger. (0.3) Review comments from Mr. Menninger to same. (0.1) Prepare proposed order approving sale procedures as to Cub Foods II and e-mail to Glicny's counsel regarding same and for comments. (1.3) Review e-mail from Mr. Shaneyfelt regarding sale of Cub Foods II and Panera lease issue. (0.1)	1.80	395.00	711.00
06/05/14	RJP	Telephone conference with Mr. Blomgren regarding status of review of attachments to proposed sale order (deed and title information) and need to prepare attachments for sale order of Cub Foods II; telephone conference with Mr. Menninger regarding same; telephone conference with Mr. Sanker regarding status of negotiations with Breads of the World and potential objection of First Financial Bank to sale of Cub Foods II. (0.5) Telephone conference with Mr. Stitt regarding First Financial's observations concerning proposed easement sent by Mr. Gabriel to Ms. Clair. (0.2) Review e-mail from Mr. Gabriel, review proposed easement, e-mail to Mr. Gabriel regarding same and technical correction to be made. Review reply from Mr. Gabriel on easement issues. (0.4) Review reply from Mr. Gabriel on rent issues, telephone conference with Mr. Gabriel regarding same, First Financial's concerns, and approaches that might be amenable to Breads of the World and First Financial. E-mail to Mr. Stitt regarding rent issues and alternatives that may facilitate reaching agreement. (0.8)	1.90	395.00	750.50
06/06/14	RJP	Receive voicemails from Mr. Menninger regarding form of trustee deeds and order approving sale of Southland Property. Telephone conference with Mr. Menninger regarding same. (0.2) Review preliminary judicial report, consider 2012 tax liens not yet due	1.80	395.00	711.00

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Date	Atty	Description	Hours	Rate	Amount
		noted in preliminary judicial report, revise deeds, and note additional issues for consideration by Trustee; e-mail same to Mr. Menninger. (0.6) Review e-mail from Mr. Gabriel regarding order approving sale procedures for Cub Foods II and inquire regarding status of order approving sale of Southland Property, reply to same and inquire regarding accuracy of 2012 tax liens; upload order approving sale procedures for Cub Foods II. (0.2) Telephone conference with Mr. Stitt regarding status of negotiations and objection to Cub Foods II sale to be filed by First Financial Bank. (0.2) Review recently objections filed by Breads of the World, First Financial Bank, and debtor to sale of Cub Foods II, consider issues to be addressed and e-mail objections to Mr. Menninger. (0.6)			
06/06/14	HEM	Review correspondence bet. Ray Pikna and J. Stitt regarding proposed easement solution to BOTW lease issue.	0.10	400.00	40.00
06/07/14	RJP	Consider issues presented with sale order for Southland Property in view of objections to sale of Cub Foods II, e-mail to Mr. Menninger regarding same and recommending courses of action.	1.00	395.00	395.00
06/09/14	RSN	Conference with Henry Menninger and Ray Pikna regarding deeds and easements	0.10	290.00	29.00
06/09/14	RJP	Conference with Mr. Menninger regarding revisions to deeds; revise same and conference with Ms. Niehaus regarding real estate language to be added. (0.4) Conference with Mr. Menninger regarding sale and cash collateral issues; review e-mails between Messrs. Menninger and Gabriel regarding sale order; telephone conference with Mr. Gabriel regarding same. (0.9)	1.30	395.00	513.50
06/09/14	HEM	Correspondence w. Gabriel Isaacs regarding language in deed and order concerning real estate taxes (.1); follow up telephone conference w. G. Blomgren regarding same (.1); review preliminary judicial report (.2); analysis of form of deeds to be provided on Southland properties (.3); Review objections filed by Breads of the World and First Financial to Sale Motion on Cub Foods II, and analysis of same, incl. conferences with Ray Pikna and Roccina Niehaus regarding foregoing issues (1.0).	1.70	400.00	680.00
06/10/14	RSN	Conference with Ray Pikna and Henry Menninger regarding merger of easements, review and revision of deeds, review of Montgomery County property records and Ohio Secretary of State records to confirm names of owners	2.50	290.00	725.00
06/10/14	RJP	Telephone conference with Ms. Jackson regarding Glicny cash collateral issues and effect on payment of \$10,000 to be applied to U.S. Trustee fees, status of proposed sales, and Cub Foods II issues. Instruct Ms. Werner to obtain court reporter for Cub Foods II auction sale. (0.2) Conference with Mr. H. Menninger regarding developments; conference with Mr. M. Menninger regarding preparing reply to objections to sale of Cub Foods II.	5.90	395.00	2,330.50

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Date	Atty	Description	Hours	Rate	Amount
		(0.7) E-mails to and conference with Mr. M. Menninger regarding objections to Cub Foods II sale, and Panera Bread lease issues. (0.5) Return call to Ms. Hensley regarding hearing to proceed on objections. (0.1) Review e-mail from Ms. Clair regarding proposal to purchase property subject to lease and Mr. Gabriel's reply. (0.1) Review e-mails between Messrs. Gabriel and Menninger regarding Southland Property sale order. (0.2) Provide wire transfer instructions to Mr. Sloan for Mr. Lofino's bid deposit. (0.1) E-mail forms of trustee deeds to Ms. Niehaus for review. (0.1) E-mail confidentiality agreement to Mr. Sloan and emphasize requirements for participating in auction. (0.5) Review e-mail from Ms. Niehaus regarding merger of easements issues and conference with Ms. Niehaus regarding deeds and issues presented. (0.5) Voicemail to Mr. Rosemeyer regarding Mr. Lofino's interest in auction; e-mail to Mr. Kin regarding inquiries received from Mr. Sloan. (0.2) E-mail to counsel for Glicny regarding confidentiality agreement executed by Mr. Lofino. (0.2) Revise proposed sale order for Southland Property and e-mail to Mr. Menninger regarding same, review reply. (0.5) Prepare for auction sale of Cub Foods II, consider issues presented and possible solutions for Southland Property sale order and objections to sale of Cub Foods II. (2.0)			
06/10/14	HEM	Attend to Wilmington sale issues, including review and analysis of merger issue relating to cross-reciprocal easements, and correspond to parties regarding same (1.7); Attend to revisions to sale order for Southland properties and issues on form of deeds, including correspondence and conferences with R. Niehaus and Ray Pikna regarding foregoing matters (.8).	2.50	400.00	1,000.00
06/10/14	MJM	Conference with Trustee and Mr. Pikna discussing objections to trustee's motion to sell. Review of analysis of Objections. Analysis of caselaw in Objections. Conference with Trustee regarding approach for the trustee's reply.	3.50	185.00	647.50
06/11/14	RJP	Telephone conference with Mr. Sirower and Mr. H. Menninger regarding developments in case and apparent competing bid. Receive voicemail from Mr. Rosemeyer (alleged counsel for Mr. Lofino), multiple voicemails to Mr. Rosemeyer. Conference with Mr. Menninger regarding deeds, revise and e-mail same to Mr. Gabriel. Reply to e-mails from Mr. Gabriel regarding deeds. Review revised Southland Property order received from Mr. Gabriel, revise same, conference with Mr. Menninger regarding foregoing, and complete revisions to sale order and e-mail same to Mr. Gabriel. Review Glicny reply to objections to Cub Foods II sale and analysis of merger of easements issue. Telephone conference with Mr. Gabriel regarding Southland Property sale order and deeds. Conferences with Messrs. H. and M. Menninger regarding reply to objections to sale motion for Cub Foods II, revise trustee's omnibus reply, serve same. Reply to e-mails from	6.00	395.00	2,370.00

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Date	Atty	Description	Hours	Rate	Amount
		Mr. Stitt and Ms. Clair regarding qualified bidders for Cub Foods II.			
06/11/14	HEM	Attend to issues relating to sale order and deeds for Southland sales, incl. review of language, analysis and corresp. w. Isaac Gabriel and Ray Pikna regarding same, including research on reciprocal easement issue.	1.70	400.00	680.00
06/11/14	HEM	Review draft Glicny response to Objections to sale of Cub II; attend to our response to those objections, incl. confs. with M. Menninger and Ray Pikna regarding same.	1.20	400.00	480.00
06/11/14	MJM	Continued research and analysis of caselaw in support of trustee's reply to Objections to Sell free and clear. Conference with Trustee regarding same. Drafting of trustee's reply. Revision of same. Conference with Trustee and Mr. Pikna discussing revisions. Preparation and filing trustee's reply in support his Motion to Sell.	10.80	185.00	1,998.00
06/12/14	RJP	Prepare for auction sale. Review financial information provided to qualify entity to be created by Mr. Lofino as bidder. Obtain consent of party then provide financial information to Glicny for review as required by bid procedures. Review bid procedures with bidder. Telephone conference with Mr. Lofino's counsel regarding requirements to be completed if entity to be created and receive assignment from Michael D. Lofino Sr. Trust is successful bidder. Consultations with Trustee regarding qualifying bidder on the record, issues to be resolved relating to Southland Property sale order, and easement issues. Conference with court reporter and provide copy of procedures order for portion to be read into the record. Conduct auction. Telephone conferences with Ms. Baxley (law clerk) regarding possibility of running late due to auction, then of completion of auction and departure for Dayton. Summarize events at auction and argue in Dayton bankruptcy court in support of motion to sell Cub Foods II. Negotiate during recess with counsel for Breads of the World, Glicny, Mr. Lofino, and First Financial Bank; develop structure with dollar amounts to be resolved. Obtain date and time to continue hearing on sale of Cub Foods II. Post-hearing negotiations with counsel for Glicny regarding terms of sale order for Southland Property. Conference with Mr. Menninger regarding actions to be taken prior to continued hearing.	9.80	395.00	3,871.00
06/12/14	MJM	Research on arguments with respect to 363f(1) and f(5) Drafted memorandum regarding same.	1.70	185.00	314.50
06/13/14	RJP	Review e-mail from Mr. Kin and e-mails between Messrs. Kin and Menninger. Conference with Mr. Menninger regarding status of resolution of Cub Foods II sale. Prepare and upload order modifying bid procedures as related to Bid Deposit.	0.50	395.00	197.50
06/14/14	RJP	Review e-mail from Ms. Keyser (court reporter) regarding transcript of Cub Foods II auction sale, reply to Ms. Keyser	0.20	395.00	79.00

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Date	Atty	Description	Hours	Rate	Amount
06/16/14	RJP	regarding non-receipt of same; receive transcript for redaction. Conference with Mr. Menninger regarding status of resolving Breads of the World lease issue and options available to trustee to resolve issue. Voicemails to Mr. Kin regarding status of negotiations with Glicny concerning Breads of the World lease. Telephone conference with Messrs. Sanker and Stitt regarding First Financial's position and extent of participation in lump sum payment to be made to Glicny. Telephone conferences with Mr. Sirower regarding status of negotiations. (0.8) Telephone conference with Mr. Shaneyfelt regarding economic benefits of achieving settlement and actions to be taken by Trustee if parties do not resolve dispute over lease. (0.8) Voicemails to Mr. Menninger regarding developments and e-mails from and to Mr. Menninger regarding same. (0.2) Receive e-mail from Mr. Gabriel and proposed form of lease with Breads of the World; e-mail same to Mr. Menninger and summarize voicemails. (0.2) Begin review red-lined form of lease with Breads of the World. (0.3)	2.30	395.00	908.50
06/17/14	RJP	Prepare for continued hearing on sale of Cub Foods II; telephone conferences with Mr. Menninger and counsel for Glicny (also discuss status of sale order for Southland Property), First Financial, and debtors during trip to Dayton; report status to court and continue negotiations with counsel for Glicny, First Financial, Breads of the World, and debtors; read agreement of the parties into the record. Post-hearing conference with parties regarding actions to be taken and conference with Mr. Menninger regarding orders to be finalized or prepared.	7.00	395.00	2,765.00
06/17/14	HEM	Preparation for and court appearance on Wilmington Sale Motion; telephone confs. w. B. Sirower and w. B. Sanker and J. Stitt in effort to resolve issues; protracted negotiations for settlement with all parties following delivery of status report to court; follow up corresp. w. B. Sirower regarding disappointment concerning inability to get settlement accomplished notwithstanding we have delivered on the cash.	7.00	400.00	2,800.00
06/18/14	RJP	Conference with Mr. Menninger regarding order approving sale of Southland Property; revise same and e-mail same to Glicny counsel. E-mail to Ms. Niehaus and request preparation of quitclaim deeds. (0.6) Telephone conference with Mr. Menninger and Ms. Clair regarding lease from Glicny to Lofino Properties, easement issues, and business issues to be addressed in lease; begin review of lease. (1.0) Prepare second agreed order modifying sale procedures to extend time to retain bid deposit, e-mail to Mr. Kin and request authority to execute same on behalf of his client. (0.2) Review e-mail from Ms. Clair regarding Panera lease. (0.1)	1.90	395.00	750.50
06/18/14	HEM	Attend to issues relating to language in Sale Order for Southland and deeds relating to exception language; confs. w. Ray Pikna and	1.20	400.00	480.00

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Date	Atty	Description	Hours	Rate	Amount
06/19/14	RSN	Roccina Niehaus regarding same; analysis.  Review of email from Ray Pikna, further revision and review of deeds, correspondence to Ray Pikna and Henry Menninger sending revised quit claim deeds, review of revised deeds from Gilbert Blomgren, conference with Henry Menninger and Ray Pikna regarding revisions.	1.00	290.00	290.00
06/19/14	RJP	Conference with Ms. Niehaus regarding status of quitclaim deeds. Conference with Mr. Menninger regarding information to be provided to Mr. Weber for title insurance option. E-mail documents to Mr. Weber. Telephone conference with Mr. Fitzsimmons to determine whether additional information is needed for tax appeals related to properties subject to Glicny mortgages. E-mail appraisals for Springboro Pike properties to Mr. Fitzsimmons, review e-mail regarding proposed appraiser for Cub Foods II and proposed engagement letter, and inquire regarding need for same and timing if decide to proceed. (0.6) Conference with Mr. Menninger and Ms. Niehaus regarding quitclaim deeds received from Mr. Blomgren, revise portions of same and e-mail same to Ms. Niehaus for completion. (0.5) Telephone conference with Mr. Sirower regarding status of Southland Property sale order, issues relating to Panera lease and sale of Cub Foods II, and deeds. (0.3) E-mail to Mr. Menninger regarding same. (0.1) Initial review of revisions to Southland Property sale order and review e-mail from Mr. Menninger commenting on same; consider proposed revisions and reply to Mr. Menninger. (0.5)	2.00	395.00	790.00
06/19/14	HEM	Analysis of title issues regarding Southland properties; conf. w. Art Weber regarding possible issuance of title insurance to eliminate language problems in Order; continued analysis and attention to language in sale order and deeds on Southland properties; corresp w. Ray Pikna, Gil Blomgren and R. Niehaus regarding same.	1.00	400.00	400.00
06/20/14	RSN	Conferences with Henry Menninger and Ray Pikna, review of PJR and begin further revisions to trustee deed, correspondence to and from Ray Pikna and review of Montgomery County recorder's site to pull deed to debtor.	2.00	290.00	580.00
06/20/14	RJP	Review e-mail from Ms. Niehaus regarding issues relating to quitclaim deeds, reply to same. Review revisions to sale order of Southland Property, receive voicemail from Mr. Sirower regarding same. Conference with Mr. Menninger regarding sale order and deeds, revise order and note areas for further discussion pending finalizing deeds. Conferences with Ms. Niehaus regarding deeds and interplay with sale order and issues relating to sale free and clear of liens, claims, and interests; forward additional information to assist Ms. Niehaus with review; e-mail revised sale order to Mr. Sirower, explaining basis for revisions, and telephone conference with Mr. Sirower regarding same, noting additional	4.00	395.00	1,580.00

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Date	Atty	Description	Hours	Rate	Amount
		corrections to be made to sale order, then e-mail revised order to counsel for Glicny. Telephone conferences with Mr. Blomgren regarding deeds and information needed to complete review; forward preliminary judicial reports to Ms. Niehaus; review e-mail from Ms. Clair inquiring regarding status of comments to her draft of lease; review e-mail from Mr. Johnson (Quarles & Brady) with red-line of lease prepared by Ms. Clair. E-mails to Messrs. Rosemeyer (Pickrel, Schaeffer) and Mr. Sloan to request copies of deeds.			
06/20/14	HEM	Review revised order per B. Sirower, and revised deeds per G. Blomgren for Southland properties; continued analysis of issues related to language in deeds and sale order on Southland; correspondence and conference w. Ray Pikna regarding same; Conf. w. Roccina Niehaus regarding Preliminary Judicial Report and older title commitment.	1.10	400.00	440.00
06/21/14	RJP	Review e-mails from Mr. Sloan regarding operating report and deeds. Reply to Mr. Sloan. E-mail title commitment to Ms. Niehaus.	0.30	395.00	118.50
06/22/14	RJP	Conference with Mr. Menninger regarding encumbrances listed in 2006 title commitment; compare same to exhibit B to proposed order and report conclusions to Mr. Menninger. Reply to e-mail from Ms. Niehaus regarding title commitment issue.	0.40	395.00	158.00
06/22/14	HEM	Review and analysis of title exceptions on Lofino title insurance commitment regarding: Southland; conference w. Ray Pikna regarding same; corresp. w. B. Clair regarding status of settlement discussions;	0.80	400.00	320.00
06/23/14	RSN	Review of current deeds of record, telephone conversations with Ruth Brunner at Chicago Title regarding pulling deeds, title insurance, conference with Ray Pikna regarding deeds, court order, conferences with Henry Menninger regarding title insurance documents, deeds, chain of title review of Recorder's website for chain of title, pull documents recorded between 2006 and 2014, review of memo of understanding between Miami Township and debtors.	4.40	290.00	1,276.00
06/23/14	RJP	E-mail deeds for Southland Property received from Mr. Blomgren to Ms. Niehaus. Reply to e-mail from Mr. Rosemeyer regarding having obtained deeds from Mr. Blomgren. Review e-mail from Mr. Sloan with copies of deeds and e-mail from Ms. Niehaus regarding inconsistency in exhibits to deeds and copies obtained from Recorder's office and faxed to her. Conference with Ms. Niehaus regarding foregoing. Receive voicemails from Mr. Blomgren and e-mails from Mr. Blomgren scheduling conference call; e-mail to Mr. Blomgren regarding status of review of deeds. Conference with Mr. Menninger regarding issues to be resolved; telephone conference with Messrs. Sirower, Gabriel, and Blomgren, and Ms. Longstreet and New York in-house counsel	4.00	395.00	1,580.00

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Date	Atty	Description	Hours	Rate	Amount
		for Glicny, regarding issues relating to easements and restrictions of record, options for resolving language of sale order for Southland Property, and Trustee's need to know what items may be of record subsequent to Glicny's mortgages. Post-conference call discussion with Mr. Menninger regarding possible solutions. Conference with Ms. Niehaus regarding differences in deeds received from Mr. Blomgren and from Recorder's Office. E-mail copies of complete deeds to counsel for Glicny and offer to have Foresite negotiate lease extension with Hobby Lobby. (2.7) Reply to e-mails from Mr. Richards providing information requested by Mr. Fitzsimmons for real estate tax appeals. (0.1) Review e-mails between Messrs. Rosemeyer and Menninger regarding terms of agreement with Glicny. Reply to e-mail from Ms. Clair regarding same. Receive voicemail from Ms. Clair regarding lease negotiations with Glicny, review e-mail regarding same, and telephone conference with Mr. Menninger and Ms. Clair regarding foregoing. (1.0) Follow up e-mail to Mr. Kin regarding status of second order modifying bid procedures to retain Bid Deposit. (0.1) Receive voicemail from Mr. Watson inquiring regarding outcome of sale of Southland Property. (0.1)			
06/23/14	HEM	Attend to issues related to exception language in deeds and Sale Order for Southland; analysis of documentation, including deeds, title commitments, mortgages etc; confs. w. Ray Pikna regarding same; telephone conf. w. Glicny representatives regarding the issues presented and possible solutions; corresp. w. J. Rosemeyer regarding settlement terms for Lofino on Panera lease issue.	2.20	400.00	880.00
06/24/14	RSN	Review of Old Republic title commitment, conference with Ray Pikna, revise redline deed, correspondence to Ray Pikna and Henry Menninger sending redline deed and comments regarding deed and review of title commitment, correspondence to and from Henry Menninger and Ray Pikna , review of correspondence from Henry Menninger, review of notice of commencement statute, correspondence to Henry Menninger regarding expiration.	2.40	290.00	696.00
06/24/14	RJP	Review title commitment for Southland Property and e-mail same to Ms. Niehaus. (0.1) Conference with Ms. Niehaus regarding post-Glicny mortgages notices of commencement, items in title commitment, and Glicny's agreement to except pre-mortgage easements and restrictions of record. Telephone conference with Mr. Blomgren regarding status of review. (0.5) E-mails to and from Messrs. Shapiro and Richards to request that they contact tenant to confirm completion of work for which notice of commencement was filed and payment for same. (0.2) Receive Mr. Kin's e-mail approval of second order modifying sale procedures to retain bid deposit, execute order on his behalf and instruct Ms. Werner to upload order. (0.1)	0.90	395.00	355.50
06/24/14	HEM	Continued analysis of title commitment by Old Republic and earlier one by Chicago title; corresp. and conf. w. R. Niehaus to	1.50	400.00	600.00

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Date	Atty	Description	Hours	Rate	Amount
		review details regarding same; also impact of notices of commencement that post-dated Glicny mortgage and effect of same given expiration of time, and effect of Prestige Connector matter involving temporary construction easements; corresp. w. B. Clair enclosing recommended acknowledgment language; corresp. w. J. Rosemeyer regarding rationale for renewal payments on Panera settlement.			
06/25/14	RSN	Conference with Henry Menninger, conference with Ray Pikna, correspondence to and from Ruth Brunner at Chicago Title, pull Greene County deed for Wilmington property.	0.40	290.00	116.00
06/25/14	RJP	Receive e-mail from Mr. Sloan with information on 2008 contract with roofing company, review same; reply to Mr. Sloan and request information on work done for Pets in Stitches, review same. E-mail to Mr. Menninger and Ms. Niehaus regarding foregoing. Telephone conference with Mr. Kin regarding availability of balance of cash to be paid by Mr. Lofino regarding sale of Cub Foods II, conference with Mr. Menninger regarding same and follow up e-mail to Mr. Kin requesting that funds be wired. (0.6) Review temporary easements, e-mail same to Mr. Sloan to obtain additional information on them; conference with Ms. Niehaus regarding deeds, notices of commencement and temporary easements; conference with Mr. Menninger regarding foregoing, review information from Mr. McGill on temporary easements. (0.4) Telephone conference with Mr. Blomgren regarding status of deeds for Southland Property sale. (0.1) Conference with Mr. Menninger regarding form of deed and additional revisions to be made, revise form of quitclaim deed and e-mail same to counsel for Glicny. (0.3) Telephone conference with Messrs. Menninger, Sirower, and Gabriel regarding deeds and sale order for Southland Property, and lease issues with Breads of the World. (0.5) Reply to e-mail from Mr. Blomgren regarding revised deed. (0.1) Receive voicemail from Ms. Clair, e-mail to Ms. Clair responding to voicemail. (0.2)	2.20	395.00	869.00
06/26/14	RJP	E-mail Mr. Menninger's revisions to deeds to Ms. Niehaus and outline issues raised by Glicny's counsel. (0.1) Reply to e-mail from Ms. Clair inquiring regarding whether additional information has been received from counsel for Glicny regarding Cub Foods II and Panera lease issues. (0.1) Telephone conference with Mr. Blomgren, telephone conference with Messrs. Sirower and Blomgren, revise form of deed, revise Southland Property sale order, e-mail revised documents and red-lined copies to counsel for Glicny. (1.8) E-mails to Mr. Menninger regarding cost for seller's policy as provided by Mr. Blomgren and regarding options for revising order to eliminate need for seller's policy. (0.2)	2.20	395.00	869.00
06/26/14	HEM	Attend to sale order and deed issues related to Southland properties.	0.30	400.00	120.00

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Date	Atty	Description	Hours	Rate	Amount
06/27/14	RSN	Correspondence to and from Henry Menninger and Ray Pikna, revise deed and proof read legal description	3.10	290.00	899.00
06/27/14	RJP	Conference with Ms. Niehaus regarding finalizing quitclaim deed for 8245 Springboro Pike. (0.2) Conference with Mr. Menninger regarding proposals received from Glicny's counsel for revisions to order in lieu of seller's title insurance, and regarding coverages available to Trustee. (0.3) Receive voicemail from Mr. Blomgren; e-mail form of deed for 8245 Springboro Pike with red-line to counsel for Glicny. (0.1) Telephone conference with Ms. Clair regarding status of lease negotiations between Breads of the World and Glicny. (0.5) Receive voicemail from Messrs. Sirower and Blomgren regarding Southland Property sale and Cub Foods II issues; telephone conference with Mr. Menninger and Mr. Sirower regarding forms of sale order and quitclaim deeds for Southland Property, Trustee's interest in acquiring seller's title policy, and regarding status of negotiations with Breads of the World. (0.4) Conference with Mr. Menninger regarding status of funds for resolution of Cub Foods II sale; e-mail to Messrs. Kin and Shaneyfelt requesting extension of time for Trustee to hold funds; review e-mails to and from Mr. Menninger regarding wire transfer of additional funds from Mr. Lofino for Cub Foods II sale. (0.2) Review e-mail from Ms. Clair to counsel for Glicny. Conference with Ms. Niehaus regarding adding date to Lofino Properties deed, e-mail same with time added after date to counsel for Glicny. Review reply from Mr. Sirower to Ms. Clair. (0.3)	2.00	395.00	790.00
06/27/14	HEM	Attend to issues related to Southland deeds and sale order; conference. w. R. Niehaus regarding same; telephone conf. w. Ray Pikna and B. Sirower regarding same; corresp. w. R. Niehaus and D. McDonald w. Chicago Title regarding deed issues and title insurance.	1.00	400.00	400.00
06/30/14	RJP	Review e-mails regarding seller's title insurance issues. Receive voicemail from Mr. Blomgren inquiring regarding status of order. Conference with Mr. Menninger regarding same. Telephone conference with Messrs. Menninger and Sirower regarding agreement to proceed without title insurance. Finalize sale order, e-mail same with redline and copies of deeds to counsel for Glicny. Receive approval of order and forms of deed from Mr. Sirower, reply indicating conforming revisions had been completed, and instruct Ms. Werner regarding uploading sale order. Telephone conference with Mr. Blomgren and confirm that sale order has been uploaded. (1.2) Prepare third order extending time to hold bid deposit, e-mail to Messrs. Kin and Shaneyfelt regarding same. (0.3)	1.50	395.00	592.50
			<b>Total Fees</b>	<b>117.30</b>	<b>41,422.00</b>

Disbursements

**Wood & Lamping, L.L.P.**

Lofino Properties, LLC  
I.D. 105119-00003 - HEM  
Re: Asset Disposition

July 29, 2014  
Invoice 467187  
Page 12

<b>Date</b>	<b>Description</b>	<b>Amount</b>
06/23/14	Transportation; Parking; Raymond J. Pikna, Jr.	7.00
06/23/14	Mileage; Raymond J. Pikna, Jr.	55.44
06/30/14	Computer Assisted Research; 6/10 thru 6/12 - MJM	259.48
	<b>Total Disbursements</b>	<b>321.92</b>

<b>Total Fees and Disbursements</b>	<b>41,743.92</b>
<b>Total Current Charges</b>	<b>41,743.92</b>

# WOOD & LAMPING LLP

Attorneys and Counselors at Law

600 Vine Street, #2500

Cincinnati, OH 45202-2409

Telephone: (513) 852-6000

Fax: (513) 852-6087

Fed Tax ID: 31-0494955

TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014

Invoice 467188

ID: 105119-00005 - HEM  
Re:Case Administration

For Services Rendered Through June 30, 2014

Current Fees	553.00
Total Current Charges	553.00

Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lampung LLP

Lofino Properties, LLC  
Re: Case Administration  
I.D. 105119-00005 - HEM

July 29, 2014  
Invoice 467188  
Page 2

Date	Atty	Description	Fees		
			Hours	Rate	Amount
06/08/14	RJP	Reply to e-mail from Ms. Towle regarding status of Subordination and Non-Disturbance Agreement for Fazoli's.	0.10	395.00	39.50
06/16/14	RJP	Telephone conference with Mr. Fitzsimmons regarding obtaining appraisal of Wilmington Pike property for tax appeal.	0.10	395.00	39.50
06/18/14	RJP	E-mail Wilmington Pike Cub Foods II appraisal to Mr. Gibbs and describe issues relating to Breads of the World lease and auction of property subject to Glicny mortgage so Mr. Gibbs will have the information for the real estate tax appeal in Greene County.	0.40	395.00	158.00
06/19/14	RJP	Telephone conference with Mr. McClatchey inquiring regarding status of operating reports and developments in case. Conference with Mr. Menninger regarding status of operating reports. (0.4) E-mail appraisals requested for tax appeals to Mr. Fitzsimmons. (0.1)	0.50	395.00	197.50
06/20/14	RJP	Review e-mail from Mr. Gibbs stating no additional appraisal of Cub Foods II required at this time; reply to e-mail from Mr. Fitzsimmons requesting rent rolls for Southland Property and refer him to Mr. Richards, copy Mr. Richards with request.	0.10	395.00	39.50
06/24/14	RJP	Receive e-mail from Mr. Blomgren instructing Trustee to not enter into lease negotiations with Hobby Lobby in Southland 75 strip center even though lease renewal is coming due.	0.10	395.00	39.50
06/27/14	RJP	Conference with Mr. Menninger regarding developments and actions to be taken.	0.10	395.00	39.50

**Total Fees** **1.40** **553.00**

**Total Fees and Disbursements** **553.00**

**Total Current Charges** **553.00**

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Fed Tax LD.: 31-0494955

TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014  
Invoice 467189

ID: 105119-00008 - HEM  
Re:Fee/Employment Applications

For Services Rendered Through June 30, 2014

Current Fees	1,185.00
Total Current Charges	1,185.00

Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lamping LLP

Lofino Properties, LLC  
Re: Fee/Employment Applications  
I.D. 105119-00008 - HEM

July 29, 2014  
Invoice 467189  
Page 2

			Fees		
Date	Atty	Description	Hours	Rate	Amount
06/02/14	RJP	Review invoice from Mr. Gibbs, e-mail to Mr. Gibbs regarding timing for payment of same and filing application to employ him nunc pro tunc.	0.20	395.00	79.00
06/18/14	RJP	Review documents from Mr. Gibbs and The Gibbs Firm, LPA. Review correspondence regarding employment of The Gibbs Firm. Prepare application to employ The Gibbs Firm as special counsel and affidavit of counsel in support of same. Review invoice from The Gibbs Firm for time from March 25 through May 28, 2014. E-mail application to employ The Gibbs Firm and supporting affidavit to Mr. Gibbs and highlight areas for clarification, and discuss developments in case and revisions needed to invoice to comply with bankruptcy requirements.	2.00	395.00	790.00
06/25/14	RJP	Follow up e-mail to Mr. Gibbs requesting comments on documents to employ The Gibbs Firm as special counsel.	0.10	395.00	39.50
06/26/14	RJP	Review e-mail from Mr. Gibbs and revisions to application to employ The Gibbs Firm as special counsel and to affidavit of counsel, e-mail to Mr. Gibbs accepting same and requesting delivery of original affidavit.	0.20	395.00	79.00
06/27/14	RJP	Receive executed affidavit from Mr. Gibbs, finalize, file, and serve application to employ special counsel to appeal real estate tax valuation.	0.20	395.00	79.00
06/30/14	RJP	Review draft bills for monthly statements, serve same.	0.30	395.00	118.50
			<b>Total Fees</b>	<b>3.00</b>	<b>1,185.00</b>
			<b>Total Fees and Disbursements</b>	<b>1,185.00</b>	
			<b>Total Current Charges</b>	<b>1,185.00</b>	

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Fed Tax ID: 31-0494955

TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014

Invoice 467190

ID: 105119-00009 - HEM  
Re:Fee/Employment Objections

For Services Rendered Through June 30, 2014

Current Fees	79.00	
<b>Total Current Charges</b>		<b>79.00</b>

Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lampung LLP

Lofino Properties, LLC  
Re: Fee/Employment Objections  
I.D. 105119-00009 - HEM

July 29, 2014  
Invoice 467190  
Page 2

<b>Fees</b>					
<b>Date</b>	<b>Atty</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
06/27/14	RJP	E-mail to Messrs. Kin and Shaneyfelt regarding hearing scheduled for July 2 on applications to employ counsel for debtors.	0.10	395.00	39.50
06/30/14	RJP	Follow up e-mail to Messrs. Kin and Shaneyfelt regarding status of hearing on objections to employment of counsel for debtors.	0.10	395.00	39.50
<b>Total Fees</b>			<b>0.20</b>	<b>79.00</b>	
<b>Total Fees and Disbursements</b>					<b>79.00</b>
<b>Total Current Charges</b>					<b>79.00</b>

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Fed Tax I.D.: 31-0494955

TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014  
Invoice 467191

ID: 105119-00010 - HEM  
Re:Financing

For Services Rendered Through June 30, 2014

Current Fees	829.50
Total Current Charges	829.50

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Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lampung LLP

Lofino Properties, LLC  
Re: Financing  
I.D. 105119-00010 - HEM

July 29, 2014  
Invoice 467191  
Page 2

<b>Fees</b>					
<b>Date</b>	<b>Atty</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
06/02/14	RJP	E-mail to Mr. Gabriel regarding cash collateral use.	0.10	395.00	39.50
06/30/14	RJP	Review summary of attorney fee information received from Mr. Menninger. Prepare outline of revisions to be made to First Financial cash collateral budget, e-mail same and explain revisions to be made to budget to Mr. Sloan. (0.7) Reply to e-mail from Mr. Sanker regarding status of budget. (0.1) Review revised budget and telephone conference with Mr. Sloan regarding revisions to be made to budget for cash collateral order. (0.8) Reply to e-mail from Mr. Sanker regarding status of updated budget and explain revisions being made. (0.3) E-mail to Mr. Sloan instructing that First Financial cash collateral not be used pending entry of cash collateral order. (0.1)	2.00	395.00	790.00
			<b>Total Fees</b>	<b>2.10</b>	<b>829.50</b>
			<b>Total Fees and Disbursements</b>		<b>829.50</b>
			<b>Total Current Charges</b>		<b>829.50</b>

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Fax: (513) 852-6087

Fed Tax I.D.: 31-0494955

TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014

Invoice 467192

ID: 105119-00013 - HEM  
Re: Plan and Disclosure Statement

For Services Rendered Through June 30, 2014

Current Fees	3,752.50
Total Current Charges	3,752.50

Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lampung LLP

Lofino Properties, LLC  
Re: Plan and Disclosure Statement  
I.D. 105119-00013 - HEM

July 29, 2014  
Invoice 467192  
Page 2

			Fees		
Date	Atty	Description	Hours	Rate	Amount
06/18/14	RJP	Telephone conference with Miami Township administrator regarding voting deadline and procedures, and payment of claims; explain bankruptcy procedures generally and no deadline until after a disclosure statement would be approved, and claims review process that would be conducted in the future.	0.20	395.00	79.00
06/23/14	RJP	Review e-mails from Mr. Stitt and from Mr. Sanker regarding disclosure statement. Conference with Mr. Menninger regarding same; e-mail to Mr. Sanker regarding foregoing.	0.20	395.00	79.00
06/24/14	RJP	Review e-mail from Mr. Sanker regarding First Financial's position concerning possible continuance of disclosure hearing. E-mail to Mr. Sloan to confirm payment for work under notice of commencement for Southland 75, to request budget for extension of cash collateral order with First Financial, to request CAM reconciliations for Sugarcreek, and to explain financial projections and liquidation analysis to be prepared as exhibits to disclosure statement.	0.70	395.00	276.50
06/25/14	RJP	Review e-mail from Mr. Lehnert (KMK) and draft order approving disclosure statement and ballot.	0.10	395.00	39.50
06/26/14	RJP	Telephone conference with Mr. Sloan regarding list of parties to be named in exhibit for disclosure statement related to potential causes of action. Review list of individuals associated with debtors received from Mr. Sloan for inclusion in exhibit listing potential causes of action. (0.4) Review financial projections received from Mr. Sloan for disclosure statement and e-mail to counsel for First Financial regarding same and explaining ability to use part of projections as budget for next cash collateral order. (0.5) Receive corrected projections from Mr. Sloan, e-mail same to counsel for First Financial. (0.1) Review e-mail from Mr. Sanker regarding confirmation issues and telephone conference with Mr. Sanker regarding exhibits to disclosure statement. (0.2) Begin work on exhibit listing potential causes of action. (1.0)	2.20	395.00	869.00
06/27/14	RJP	Review schedules, statement of financial affairs, and other sources for list of potential defendants to be included in exhibit to plan listing potential causes of action; continue preparing exhibit. (2.2) Revise revisions to disclosure statement received from Mr. Stitt. (0.3) Receive voicemail from Mr. Stitt; telephone conference with Mr. Stitt regarding first amended disclosure statement and exhibits to be submitted. (0.5) Conference with Mr. Menninger regarding foregoing and potential causes of action. (0.3) Finalize exhibit regarding potential causes of action, e-mail same to Mr. Stitt and outline timing for submission of other exhibits. (0.2) Review e-mail from Mr. Stitt regarding filing of amended disclosure statement and timing of filing exhibits to plan and disclosure statement, consider time necessary to complete exhibits.	3.80	395.00	1,501.00

Wood & Lamping, L.L.P.

Lofino Properties, LLC July 29, 2014  
I.D. 105119-00013 - HEM Invoice 467192  
Re: Plan and Disclosure Statement Page 3

Date	Atty	Description	Hours	Rate	Amount
06/30/14	RJP	(0.2) Conference with Mr. Menninger and Ms. Niehaus regarding Glicny foreclosure litigation. (0.1) Review summary of attorney fee information received from Mr. Menninger. Prepare outline of revisions to be made to financial projections exhibit, e-mail same and explain revisions to be made to projections to Mr. Sloan. (0.8) Telephone conference with Ms. Hensley regarding status of disclosure hearing. (0.1) Telephone conference with Mr. Blomgren regarding same, obtain agreement of Glicny to amended disclosure statement and cancellation of disclosure hearing (0.1) Voicemail to Ms. Hensley and forward e-mail confirming cancellation of disclosure hearing to Ms. Hensley; e-mail to counsel for parties regarding cancellation of disclosure hearing. (0.2) Telephone conference with Mr. Sanker regarding submitting order approving disclosure statement; e-mail to counsel for Glicny regarding same and option to withdraw objection or to enter into agreed order approving disclosure statement; review reply. (0.2) Review updated projections and telephone conference with Mr. Sloan regarding revisions to be made to projections for disclosure statement. (0.8) E-mail to Mr. Sanker requesting that no order approving disclosure statement be uploaded pending finalizing exhibits. (0.1)	2.30	395.00	908.50

Total Fees 9.50 3,752.50

Total Fees and Disbursements 3,752.50

**Total Current Charges** 3,752.50

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600 Vine Street, #2500

Cincinnati, OH 45202-2409

Telephone: (513) 852-6000

Fax: (513) 852-6087

Fed Tax ID: 31-0494955

TERMS: Payable Upon Receipt  
SERVICE CHARGE AFTER 30 DAYS

Lofino Properties, LLC  
c/o Hank Menninger, Trustee  
Wood & Lamping LLP

July 29, 2014  
Invoice 467193

ID: 105119-00014 - HEM  
Re: Relief from Stay Proceedings

For Services Rendered Through June 30, 2014

Current Fees	39.50
Total Current Charges	39.50

Charge to:  Visa  Mastercard  American Express  Discover Card  
Account #: \_\_\_\_\_ Exp. Date: \_\_\_\_\_  
Name: \_\_\_\_\_ Signature: \_\_\_\_\_ Amount: \$ \_\_\_\_\_

Wood & Lampung LLP

Lofino Properties, LLC  
Re: Relief from Stay Proceedings  
I.D. 105119-00014 - HEM

July 29, 2014  
Invoice 467193  
Page 2

<b>Fees</b>					
<b>Date</b>	<b>Atty</b>	<b>Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
06/05/14	RJP	Reply to e-mail from Mr. Menninger regarding status of Glicny's stay relief motion.	0.10	395.00	39.50
			<b>Total Fees</b>	<b>0.10</b>	<b>39.50</b>
			<b>Total Fees and Disbursements</b>		<b>39.50</b>
			<b>Total Current Charges</b>		<b>39.50</b>